

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

John Hancock Life Insurance Company)	Case No. 12-1841 ADM-TNL
(U.S.A.), et al.,)	
)	
Plaintiffs,)	STIPULATION EXTENDING
)	DEFENDANTS' TIME TO
v.)	RESPOND TO THE AMENDED
)	COMPLAINT
Ally Financial Inc., et al.,)	
)	
Defendants.)	

This Stipulation is entered into by and among plaintiffs John Hancock Life Insurance Company (U.S.A.); John Hancock Life Insurance Company (U.S.A.) Separate Account 6A; John Hancock Life Insurance Company (U.S.A.) Separate Account 131; John Hancock Funds II; John Hancock Variable Insurance Trust; John Hancock Sovereign Bond Fund; John Hancock Bond Trust, John Hancock Strategic Series; John Hancock Income Securities Trust; and John Hancock Investment Trust (collectively, “Plaintiffs”) and defendants Ally Financial Inc. f/k/a GMAC, LLC; Ally Bank f/k/a GMAC Bank; Ally Securities, LLC f/k/a Residential Funding Securities, LLC d/b/a/ GMAC RFC Securities and f/k/a Residential Funding Securities Corporation; GMAC Mortgage Group, LLC; Citigroup Global Markets Inc.; Credit Suisse Securities (USA) LLC f/k/a Credit Suisse First Boston, LLC; Bear, Stearns & Co. Inc; Deutsche Bank Securities Inc.; J.P. Morgan Securities LLC f/k/a J.P. Morgan Securities, Inc.; Goldman, Sachs & Co.; Banc of America Securities LLC; Barclays Capital Inc.; RBS Securities Inc. f/k/a Greenwich Capital Markets, Inc.; Merrill Lynch, Pierce, Fenner & Smith Inc.; UBS Securities LLC; Bruce J. Paradis; Kenneth M. Duncan; Davee L. Olson; Ralph T.

Flees; Jack R. Katzmark; Lisa R. Lundsten; David C. Walker; Diane S. Wold; James G. Jones; David M. Bricker; and James N. Young (collectively, “Defendants”), through their undersigned counsel.

WHEREAS, on July 27, 2012, Plaintiffs filed the initial complaint in this action; and

WHEREAS, on September 24, 2012, Defendants moved to dismiss the Complaint; and

WHEREAS, on October 15, 2012, Plaintiffs served and filed an Amended Complaint that added two parties (John Hancock Investment Trust as a plaintiff and IB Finance Holding Company, LLC as a defendant), 256 paragraphs, and 126 pages for a total Amended Complaint of 761 paragraphs over 334 pages; and

WHEREAS, Defendants intend to move to dismiss the Amended Complaint; and

WHEREAS, Defendants’ motions or other responses to the Amended Complaint are presently due on November 1, 2012; and

WHEREAS, no scheduling order or case management order has been entered in this action; and

WHEREAS, Plaintiffs are represented by the same counsel as the plaintiff in the related case *Stichting Pensioenfonds ABP v. Ally Financial Inc., et al.*, Case No. 12-cv-01381-ADM-TNL (“*Stichting*”); and

WHEREAS, Plaintiffs’ counsel has notified Defendants (some of which are also defendants in *Stichting*) that the plaintiff in *Stichting* intends to move this week for permission to amend the complaint in that case and that the proposed changes to the

Stichting complaint will be substantially similar to the amendments made to the complaint in this case; and

WHEREAS, Plaintiffs intend to seek a consolidated (or similar) briefing schedule and a consolidated oral argument for the motions to dismiss in this case and in *Stichting* should the motion to amend the *Stichting* complaint be granted; and

WHEREAS, oral argument on motions to dismiss the present *Stichting* complaint was scheduled to occur on October 26, 2012 and has been postponed pending determination of the *Stichting* plaintiff's forthcoming motion to amend the complaint; and

WHEREAS, some or all of the *Stichting* defendants intend to oppose the motion to amend and defendants in both cases may oppose a consolidated schedule for briefing and argument; and

WHEREAS, the parties have agreed that an extension for defendants to make their motions to dismiss or otherwise respond to the Amended Complaint in this case is appropriate in light of the significant modifications to the complaint and the unknown effect an amended complaint in *Stichting*, if allowed, might have on the schedule in this case.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the Plaintiffs and Defendants, through their undersigned counsel and subject to the approval of the Court, that:

1. All defendants shall serve and file their motions to dismiss (the “Dismissal Motions”) or shall otherwise respond to the Amended Complaint on or before **December 14, 2012**.

2. Neither Plaintiffs nor Defendants waive their rights to seek from each other and/or the Court additional adjournments or extensions of the above deadlines; and the entry into this agreement and submission of this Stipulation shall not waive, and the parties expressly preserve, all rights, claims and defenses, including, without limitation, all defenses relating to jurisdiction, venue and arbitrability and their respective positions concerning consolidation of briefing and/or argument of the Dismissal Motions in this case and in *Stichting*.

Dated: October 23, 2012

Respectfully submitted,

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